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*Counsel to the Debtors
and Debtors-in-Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**NOTICE OF REVISED PROPOSED ORDER GRANTING DEBTORS' MOTION
PURSUANT TO 11 U.S.C. §§ 107(B), 107(C) AND 105(A) FOR ENTRY OF AN ORDER
AUTHORIZING THE DEBTORS TO REDACT AND FILE UNDER SEAL
CERTAIN INFORMATION ABOUT THE CONFIDENTIAL PARTIES LISTED IN
THE DEBTORS' PROFESSIONAL RETENTION APPLICATIONS AND SCHEDULES**

PLEASE TAKE NOTICE that on January 19, 2023 (the "Petition Date"), Genesis Global Holdco, LLC ("Holdco") and certain of its debtor affiliates, as debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the "Debtors"), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. § 101 et seq. (the "Bankruptcy Code") with the United States Bankruptcy Court for the Southern District of New York (the "Court").

PLEASE TAKE FURTHER NOTICE that on February 8, 2023, the Debtors filed the *Debtors' Motion Pursuant to 11 U.S.C. §§ 107(B), 107(C) and 105(A) for Entry of an Order Authorizing the Debtors to Redact and File Under Seal Certain Information About the Confidential Parties Listed in the Debtors' Professional Retention Applications and Schedules*, ECF No. 67 (the "Motion"), which attached a proposed final order as Exhibit A thereto (the "Proposed Order").

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

PLEASE TAKE FURTHER NOTICE that on March 30, 2023, the Debtors filed a revised version of the Proposed Order, attached hereto as Exhibit A. A blackline against the previous version of the Proposed Order is attached hereto as Exhibit B.

PLEASE TAKE FURTHER NOTICE that a hearing (the “Hearing”) on the Motion will be held before the Honorable Judge Sean H. Lane, United States Bankruptcy Judge, United States Bankruptcy Court for the Southern District of New York on **March 30, 2023, at 11:00 A.M. (Prevailing Eastern Time)**. The Hearing will be conducted only through Zoom for government.

PLEASE TAKE FURTHER NOTICE copies of the Motion can be viewed and/or obtained by: (i) accessing the Court’s website at www.nysb.uscourts.gov, or (ii) from the Debtors’ notice and claims agent, Kroll Restructuring Administration, located at 55 East 52nd Street, 17th Floor, New York, NY 10055, at <https://restructuring.ra.kroll.com/genesis> or by calling +1 212 257 5450. Note that a PACER password is needed to access documents on the Court’s website.

PLEASE TAKE FURTHER NOTICE that the relief requested in the Motion may affect your rights. Please read the pleadings carefully and, if you have one available, discuss it with your attorney. If you do not have an attorney, you should consider consulting with one.

PLEASE TAKE FURTHER NOTICE that if you oppose the relief requested in the Motion, or if you want the Court to hear your position on the Motion, then you or your attorney must attend the Hearing. If you or your attorney do not follow the foregoing steps, the Court may decide that you do not oppose the relief requested in the Motion and may enter the Proposed Order granting the relief requested by the Debtors.

Dated: March 30, 2023
New York, New York

/s/ Jane VanLare
Sean A. O’Neal
Jane VanLare
CLEARY GOTTlieb STEEN & HAMILTON LLP
One Liberty Plaza
New York, New York 10006
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Counsel to the Debtors and Debtors-in-Possession

EXHIBIT A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No.: 23-10063 (SHL)

Jointly Administered

**ORDER GRANTING DEBTORS' MOTION PURSUANT TO
11 U.S.C. §§ 107(B), 107(C) AND 105(A) FOR ENTRY OF AN ORDER
AUTHORIZING THE DEBTORS TO REDACT AND FILE UNDER SEAL
CERTAIN INFORMATION ABOUT THE CONFIDENTIAL PARTIES LISTED IN
THE DEBTORS' PROFESSIONAL RETENTION APPLICATIONS AND SCHEDULES**

Upon the motion (the "Motion")² of Genesis Global Holdco, LLC ("Holdco") and its affiliated debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors" and these cases, collectively, the "Chapter 11 Cases"), for entry of an order, pursuant to sections 107(b), 107(c) and 105(a) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 9018-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules"), (a) authorizing the Debtors to redact the Confidential Information of the Confidential Parties listed in the Retention Applications, the Schedules and in any other document filed with the Court listing such Confidential Information Court (including, but not limited to, certificates of service and the master service list), (b) directing that redacted information shall remain under seal and confidential, and shall not be made available to any party

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's tax identification number (as applicable), are: Genesis Global Holdco, LLC (8219); Genesis Global Capital, LLC (8564); Genesis Asia Pacific Pte. Ltd. (2164R). For the purpose of these Chapter 11 Cases, the service address for the Debtors is 250 Park Avenue South, 5th Floor, New York, NY 10003.

² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

other than (i) the Court, (ii) the Office of the United States Trustee for the Southern District of New York (the “U.S. Trustee”), (iii) counsel to the Committee, if any and (iv) any other party as may be ordered by the Court or agreed to by the Debtors, in each case, under appropriate confidentiality agreements reasonably satisfactory to the Debtors, and (c) granting such other and further relief as the Court deems just and proper; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the Southern District of New York, dated January 31, 2012; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Debtors and each other party in interest are authorized and directed, pursuant to sections 107(b), 107(c) and 105(a) of the Bankruptcy Code, Bankruptcy Rule 9018 and Local Rule 9018-1, to redact from the professional Retention Applications, the Schedules and any other documents or papers that have been filed or will be filed with this Court, as applicable, certain information pertaining to (i) the names, addresses, and contact information for individual creditors,

(ii) the addresses and contact information for institutional creditors whose addresses are home addresses (iii) the names of potential counterparties in a merger or acquisition transaction and (iv) the names of parties involved in litigation with the Debtors that has been filed under seal.

3. The Debtors and each other party in interest, as applicable, shall provide an unredacted version of the Retention Applications, the Schedules, or any other documents or papers that have been filed or will be filed with the Court which include Confidential Information (including, but not limited to, certificates of service and the master service list) to (i) the Court, (ii) the U.S. Trustee, (iii) counsel to the Committee (on a confidential and professional eyes only basis) and (iv) any other party as may be ordered by the Court or agreed to by the Debtors, in each case, under appropriate confidentiality agreements reasonably satisfactory to the Debtors; *provided* that any receiving party shall not transfer or otherwise provide such unredacted document or paper to any other person or entity. The Debtors shall inform the U.S. Trustee promptly after denying any request for an unredacted document pursuant to this Order.

4. Nothing herein precludes a party in interest's, or the U.S. Trustee's, right to file a motion requesting that this Court unseal the information redacted by this Order.

5. The Debtors or any other party in interest, as applicable, shall submit unredacted copies of the Retention Applications, the Schedules, or any other documents or papers which include Confidential Information to the Clerk of the Bankruptcy Court (the "Clerk's Office") under seal in an envelope, clearly indicating that the same has been filed under seal by order of this Court and may not be unsealed until and unless permitted by further order of this Court.

6. Counsel for the Debtors shall contact the Clerk's Office regarding the return or disposition of the sealed documents or papers at the conclusion of the matter; *provided* that, if the Debtors have not contacted the Clerk's Office within forty-five (45) days of the closing of the

Chapter 11 Cases, the Clerk's Office is authorized to dispose of the sealed documents in a manner consistent with the need to preserve confidentiality.

7. Notwithstanding anything to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation and enforcement of this Order.

Dated: _____, 2023
White Plains, New York

THE HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT B

Blackline of Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

Genesis Global Holdco, LLC, *et al.*,¹

Debtors.

Chapter 11

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**ORDER GRANTING DEBTORS' MOTION PURSUANT TO
11 U.S.C. §§ 107(**b**), 107(**c**) AND 105(**a**) FOR ENTRY OF AN ORDER
AUTHORIZING THE DEBTORS TO REDACT AND FILE UNDER SEAL
CERTAIN INFORMATION ABOUT THE CONFIDENTIAL PARTIES LISTED IN
THE DEBTORS' PROFESSIONAL RETENTION APPLICATIONS AND SCHEDULES**

Upon the motion (the "Motion")² of Genesis Global Holdco, LLC ("Holdco") and its affiliated debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors" and these cases, collectively, the "Chapter 11 Cases"), for entry of an order, pursuant to sections 107(b), 107(c) and 105(a) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 9018 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 9018-1 of the Local Rules for the United States Bankruptcy Court for the Southern District of New York (the "Local Rules"), (a) authorizing the Debtors to redact the Confidential Information of the Confidential Parties listed in the Retention Applications, the Schedules and in any other document filed with the Court listing such Confidential Information Court (including, but not limited to, certificates of service and

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² Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Motion.

the master service list), (b) directing that redacted information shall remain under seal and confidential, and shall not be made available to any party other than (i) the Court, (ii) the Office of the United States Trustee for the Southern District of New York (the “U.S. Trustee”), (iii) counsel to the Committee, if any and (iv) any other party as may be ordered by the Court or agreed to by the Debtors, in each case, under appropriate confidentiality agreements reasonably satisfactory to the Debtors, and (c) granting such other and further relief as the Court deems just and proper; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the Southern District of New York, dated January 31, 2012; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the “Hearing”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED as set forth herein.
2. The Debtors and each other party in interest are authorized and directed, pursuant to sections 107(b), 107(c) and 105(a) of the Bankruptcy Code, Bankruptcy Rule 9018 and Local Rule 9018-1, to redact from the professional Retention Applications, the Schedules and any other

documents or papers that have been filed or will be filed with this Court, as applicable, certain information pertaining to (i) the names, addresses, and contact information for individual creditors, (ii) the addresses and contact information for institutional creditors whose addresses are home addresses (iii) the names of potential counterparties in a merger or acquisition transaction and (iv) the names of parties involved in litigation with the Debtors that has been filed under seal.

3. The Debtors and each other party in interest, as applicable, shall provide an unredacted version of the Retention Applications, the Schedules, or any other documents or papers that have been filed or will be filed with the Court which include Confidential Information (including, but not limited to, certificates of service and the master service list) to (i) the Court, (ii) the U.S. Trustee, (iii) counsel to the Committee, ~~if any~~ (on a confidential and professional eyes only basis) and (iv) any other party as may be ordered by the Court or agreed to by the Debtors, in each case, under appropriate confidentiality agreements reasonably satisfactory to the Debtors; *provided* that any receiving party shall not transfer or otherwise provide such unredacted document or paper to any other person or entity. The Debtors shall inform the U.S. Trustee promptly after denying any request for an unredacted document pursuant to this Order.

4. Nothing herein precludes a party in interest's, or the U.S. Trustee's, right to file a motion requesting that this Court unseal the information redacted by this Order.

5. The Debtors or any other party in interest, as applicable, shall submit ~~an~~ unredacted ~~copy~~copies of the Retention Applications, the Schedules, or any other documents or papers which include Confidential Information to the Clerk of the Bankruptcy Court (the "Clerk's Office") under seal in an envelope, clearly indicating that the same has been filed under

seal by order of this Court and may not be unsealed until and unless permitted by further order of this Court.

6. Counsel for the Debtors shall contact the Clerk's Office regarding the return or disposition of the sealed documents or papers at the conclusion of the ~~contested~~ matter; *provided* that, if the Debtors have not contacted the Clerk's Office within forty-five (45) days of the closing of the Chapter 11 Cases, the Clerk's Office is authorized to dispose of the sealed documents in a manner consistent with the need to preserve confidentiality.

7. Notwithstanding anything to the contrary, the terms and conditions of this Order are immediately effective and enforceable upon its entry.

8. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation and enforcement of this Order.

Dated: _____, 2023
White Plains, New York

THE HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE